

WALLER LANSDEN DORTCH & DAVIS

A PROFESSIONAL LIMITED LIABILITY COMPANY

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T.R.A. DOCUMENTS
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(931) 388-6031

March 22, 2004

VIA HAND DELIVERY

Deborah Tate, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37219

Re: In the Matter of the Application of Southwestern Bell Communications Services, Inc. d/b/a SBC Long Distance for a Certificate of Convenience and Necessity to Provide Competing Facilities-based and Resold Local Exchange and Exchange Access Telecommunication Services in Tennessee
Docket No 04-00069

Dear Chairman Tate:

Enclosed you will find the original and thirteen (13) copies of an Amendment to the above referenced Application of Southwestern Bell Communications Services, Inc. d/b/a SBC Long Distance and the rider to the Applicant's bond which adds the d/b/a

Please contact me if you need additional information.

Sincerely,



D. Billye Sanders
Attorney for Southwestern Bell
Communications, Inc. d/b/a SBC Long
Distance

DBS/hmd

cc: Norman W Descoteaux
John di Bene
Andrew O. Isar

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN THE MATTER OF THE APPLICATION OF)	
SOUTHWESTERN BELL COMMUNICATIONS)	
SERVICES INC. d/b/a SBC LONG DISTANCE)	
FOR A CERTIFICATE OF CONVENIENCE AND)	
NECESSITY TO PROVIDE COMPETING)	DOCKET NO. 04- 00069
FACILITIES-BASED AND RESOLD LOCAL)	
EXCHANGE AND EXCHANGE ACCESS)	
TELECOMMUNICATION SERVICES)	
IN TENNESSEE)	

AMENDMENT TO APPLICATION

Comes now Southwestern Bell Communications Services Inc. d/b/a SBC Long Distance ("SBCS" or "Applicant"), by its undersigned counsel and amends its Application in this Docket to request that the authority that was granted to SBCS in Docket Number 97-0947 to provide operator services and to resell intrastate interexchange telecommunications services be incorporated into the Certificate of Convenience and Necessity ("CCN") for which it is applying in this Docket. Applicant further requests that upon granting of the authority requested in this Docket, that its existing CCN be merged into the new CCN and the CCN issued in Docket Number 97-0947 be canceled. Therefore, Applicant hereby amends its Application by deleting the first paragraph of its Application and substituting the following paragraph:

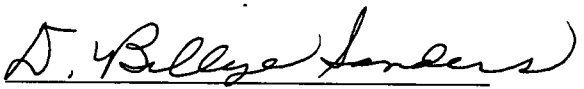
Southwestern Bell Communications Services Inc. d/b/a SBC Long Distance ("SBCS" or "Applicant"), by its undersigned counsel and pursuant to the provisions of T.C.A. §§ 65-4-201, Administrative Rules Chapter 1220-4-8, and the Federal Telecommunications Act of 1996 ("Act"), hereby makes application to the Tennessee Regulatory Authority ("TRA") for a Certificate of Convenience and Necessity ("CCN") to provide resold and facilities-based local exchange and exchange access services, operator services and/or resold intrastate interexchange telecommunications services in Tennessee. Applicant was granted authority to provide resold intrastate interexchange and operator services in Tennessee on July 9, 1997 in Docket No. 97-0947. Applicant requests that upon granting of the authority requested in this Docket, that its existing CCN be merged into the new CCN and the CCN issued in Docket Number 97-0947 be canceled. In support of

its Application to provide local exchange and exchange access services, SBCS provides the following information in compliance with Administrative Rule 1220-4-8-.04.

All other aspects of the Application shall remain unchanged.

Respectfully submitted,

Southwestern Bell Communications
Services Inc. d/b/a SBC Long Distance

By: 
D. Billye Sanders

511 Union Street
Suite 2100
Nashville, TN 37209
Telephone: (615) 244-6380
Facsimile: (615) 244-6804

Attorney for Southwestern Bell
Communications Services Inc. d/b/a
SBC Long Distance

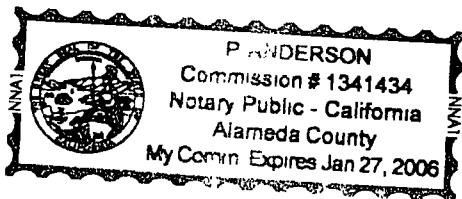
VERIFICATION

State of California)
) SS:
County of Alameda)

I, Joe Carrisalez, being first duly sworn, do hereby depose and state as follows:

1. I am Executive Director – Regulatory of Southwestern Bell Communications Services Inc. ("Company"), and am authorized to make this verification on behalf of the Company;
2. I have read the foregoing Amendment to the Application; and
3. The facts contained in the Amendment to the Application are true and correct to the best of my knowledge, information and belief.

Dated this 19th day of March, 2004.



By: Joe Carrisalez
Joe Carrisalez
Executive Director - Regulatory
Southwestern Bell Communications
Services Inc.
Telephone No.: (925) 468-5128
Facsimile No.: (707) 435-6623

Subscribed and sworn to before me this 19 day of March, 2004.

P. Anderson
Notary Public in and for the State
of California, residing at

Alameda County

My Commission Expires: Jan. 27, 2006



SAFECO

SURETY RIDER

SAFECO Insurance Company
PO Box 34526
Seattle, WA 98124-1526

To be attached to and form a part of

Bond No **6080171**

Type of

Bond. **TENNESSEE TELECOMMUNICATIONS SERVICE PROVIDER'S SURETY BOND**

dated

effective **09/01/2000**
(MONTH-DAY-YEAR)

executed by **Southwestern Bell Communications Services, Inc**
(PRINCIPAL)

,as Principal,

and by **SAFECO INSURANCE COMPANY OF AMERICA**

,as Surety,

in favor of **The Tennessee Regulatory Authority**
(OBLIGEE)

in consideration of the mutual agreements herein contained the Principal and the Surety hereby consent to changing

Principal Name from

Southwestern Bell Communications Services, Inc.

TO

SWB Communications Services, Inc dba SBC Long Distance

Nothing herein contained shall vary, alter or extend any provision or condition of this bond except as herein expressly stated.

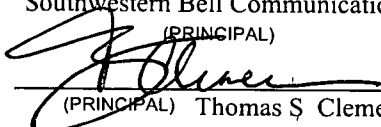
This rider

is effective **03/18/2004**
(MONTH-DAY-YEAR)

Signed and Sealed **03/18/2004**
(MONTH-DAY-YEAR)

Southwestern Bell Communications Services, Inc
(PRINCIPAL)


By

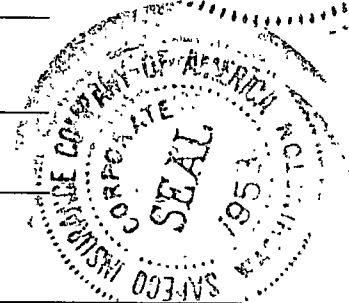
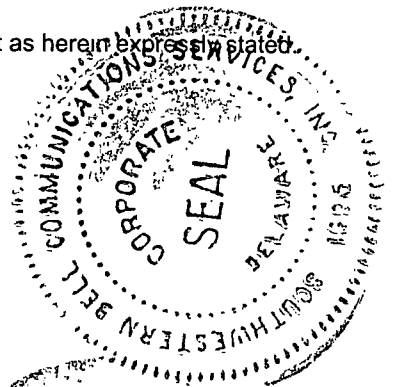

(PRINCIPAL) **Thomas S. Clemens**

SAFECO INSURANCE COMPANY OF AMERICA

(SURETY)

By


(ATTORNEY-IN-FACT) **Mark W. Persson**





SAFECO

**POWER
OF ATTORNEY**

SAFECO INSURANCE COMPANY OF AMERICA
GENERAL INSURANCE COMPANY OF AMERICA
HOME OFFICE SAFECO PLAZA
SEATTLE, WASHINGTON 98185

No 9672

KNOW ALL BY THESE PRESENTS:

That **SAFECO INSURANCE COMPANY OF AMERICA** and **GENERAL INSURANCE COMPANY OF AMERICA**, each a Washington corporation, does each hereby appoint

*****MARK W PERSSON, MICHAEL J VIOLA, RONALD J WALTON, PAUL W STEPHENS, JANET M DUNCAN, LORI LEE, San Antonio, Texas*****

its true and lawful attorney(s)-in-fact, with full authority to execute on its behalf fidelity and surety bonds or undertakings and other documents of a similar character issued in the course of its business, and to bind the respective company thereby

IN WITNESS WHEREOF, SAFECO INSURANCE COMPANY OF AMERICA and **GENERAL INSURANCE COMPANY OF AMERICA** have each executed and attested these presents

this 4th day of March, 2004

CB Mead

CHRISTINE MEAD, SECRETARY

Mike McGavick

MIKE MCGAVICK, PRESIDENT

CERTIFICATE

Extract from the By-Laws of **SAFECO INSURANCE COMPANY OF AMERICA**
and of **GENERAL INSURANCE COMPANY OF AMERICA**:

"Article V, Section 13 - FIDELITY AND SURETY BONDS the President, any Vice President, the Secretary, and any Assistant Vice President appointed for that purpose by the officer in charge of surety operations, shall each have authority to appoint individuals as attorneys-in-fact or under other appropriate titles with authority to execute on behalf of the company fidelity and surety bonds and other documents of similar character issued by the company in the course of its business On any instrument making or evidencing such appointment, the signatures may be affixed by facsimile On any instrument conferring such authority or on any bond or undertaking of the company, the seal, or a facsimile thereof, may be impressed or affixed or in any other manner reproduced, provided, however, that the seal shall not be necessary to the validity of any such instrument or undertaking "

Extract from a Resolution of the Board of Directors of **SAFECO INSURANCE COMPANY OF AMERICA**
and of **GENERAL INSURANCE COMPANY OF AMERICA** adopted July 28, 1970

"On any certificate executed by the Secretary or an assistant secretary of the Company setting out,

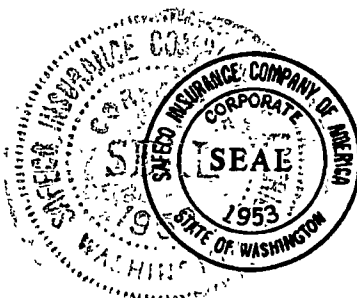
- (i) The provisions of Article V, Section 13 of the By-Laws, and
- (ii) A copy of the power-of-attorney appointment, executed pursuant thereto, and
- (iii) Certifying that said power-of-attorney appointment is in full force and effect,

the signature of the certifying officer may be by facsimile, and the seal of the Company may be a facsimile thereof "

I, Christine Mead, Secretary of **SAFECO INSURANCE COMPANY OF AMERICA** and of **GENERAL INSURANCE COMPANY OF AMERICA**, do hereby certify that the foregoing extracts of the By-Laws and of a Resolution of the Board of Directors of these corporations, and of a Power of Attorney issued pursuant thereto, are true and correct, and that both the By-Laws, the Resolution and the Power of Attorney are still in full force and effect

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the facsimile seal of said corporation

this 18th day of March, 2004



CB Mead

CHRISTINE MEAD, SECRETARY

State of Texas

}ss:

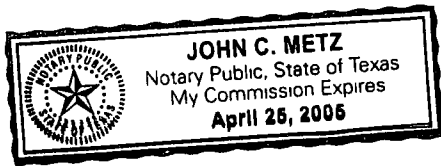
County of Bexar

On **MARCH 18, 2004** before me, a Notary Public in and for said County and State, residing therein, duly commissioned and sworn, personally appeared **MARK W. PERSSON**

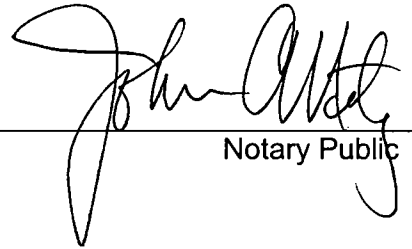
known to me to be Attorney-in-Fact of **SAFECO INSURANCE COMPANY OF AMERICA**

the corporation described in and that executed the within and forgoing instrument, and known to me to be the person who executed the said instrument in behalf of the said corporation, and she/he duly acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year stated in this certificate above



My Commission Expires _____



Notary Public

**IMPORTANT NOTICE TO SURETY BOND CUSTOMERS REGARDING
THE TERRORISM RISK INSURANCE ACT OF 2002**

As a surety bond customer of one of the SAFECO insurance companies (SAFECO Insurance Company of America, General Insurance Company of America, First National Insurance Company, American States Insurance Company or American Economy Insurance Company), it is our duty to notify you that the Terrorism Risk Insurance Act of 2002 extends to "surety insurance". This means that under certain circumstances we may be eligible for reimbursement of certain surety bond losses by the United States government under a formula established by this Act.

Under this formula, the United States government pays 90% of losses caused by certified acts of terrorism that exceed a statutorily established deductible to be paid by the insurance company providing the bond. The Act also establishes a \$100 billion cap for the total of all losses to be paid by all insurers for certified acts of terrorism. Losses on some or all of your bonds may be subject to this cap.

This notice does not modify any of the existing terms and conditions of this bond, the underlying agreement guaranteed by this bond, any statutes governing the terms of this bond or any generally applicable rules of law.

At this time there is no premium change resulting from this Act.